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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

----- X
In re : Chapter 11
: Case No. 05-44481 (RDD)
: Debtors. : (Jointly Administered)
----- X

SKADDEN, ARPS, SLATE,
MEAGHER & FLOW

AFFIDAVIT OF LEGAL ORDINARY COURSE PROFESSIONAL

STATE OF TEXAS §
§ ss:
COUNTY OF HARRIS §

, being duly sworn, deposes and says:

1. I am a principal of Quan, Burdette & Perez, P.C. ("Quan, Burdette & Perez") which firm maintains offices at:

- 5177 Richmond Avenue, Suite 800, Houston, Texas 77056;
- 711 Navarro, Suite 100, San Antonio, Texas 78205;
- 5125 S. McColl Rd., Suite A, Edinburg, Texas 78539; and
- Florencia 57, Piso 6-610, Col. Juárez, Deleg. Cuauhtemoc, México, D.F. 06600

2. Neither I, "Quan, Burdette & Perez", nor any partner, auditor or other member thereof, insofar as I have been able to ascertain, has any connection with the above-captioned debtors and debtors-in-possession (the "Debtors"), their creditors, or any other party-in-interest, or their attorneys, except as set forth in this affidavit.

3. "Quan, Burdette & Perez" has represented and advised the Debtors in legal immigration matters with respect to a broad range of aspects of the Debtors' businesses.

4. The Debtors have requested, and "Quan, Burdette & Perez" has agreed, to continue to represent and advise the Debtors pursuant to section 327(e) of title 11 of the United States Code, 11 U.S.C. §§101-1330, as amended (the "Bankruptcy Code"), with respect to such matters. Additionally, the Debtors have requested, and "Quan, Burdette & Perez" proposes, to render the following services to the Debtors: ALL IMMIGRATION RELATED MATTERS, including, but not limited to, nonimmigrant visas, immigrant visas, labor certifications, permanent residency, citizenship and naturalization.

5. "Quan, Burdette & Perez"'s current fees arrangement is based upon a flat fee for certain services rendered:

- H-1B visa petition (degreed): \$1,500 plus \$250 for dependents; plus expenses
- H-1B visa petition (non-degreed): \$2,500 plus \$250 for dependents; plus expenses
- H-1B visa extension: \$1,000 plus \$250 for dependents; plus expenses
- L-1 visa petition: \$1,500 plus \$250 for dependents; plus expenses
- L-1 visa extension: \$1,000 plus \$250 for dependents; plus expenses
- TN (Canadian): \$750 plus expenses; TN (Mexican): \$1,250 plus expenses
- PERM Labor Certification, Immigrant Visa Petition, and Adjustment of Status to Permanent Residence: \$6,500 plus \$500 per dependent; plus expenses
- E-13 (International Executive/Manager) Immigrant Visa Petition and Adjustment of Status to Permanent Residence: \$5,000 plus \$500 per dependent; plus expenses

6. Except as set forth herein, no promises have been received by "Quan, Burdette & Perez" or any partner, auditor or other member thereof as to compensation in connection with these chapter 11 cases other than in accordance with the provisions of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, the Local Rules, orders of this Court, and the Fee Guidelines promulgated by the Executive Office of the United States Trustee.

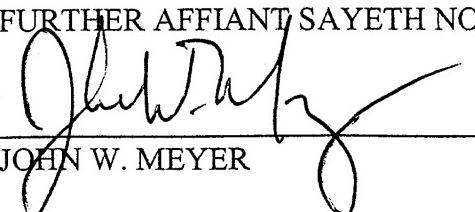
7. "Quan, Burdette & Perez" has no agreement with any entity to share with such entity any compensation received by "Quan, Burdette & Perez".

8. "Quan, Burdette & Perez" and its partners, auditors, and other members may have in the past represented, currently represent, and may in the future represent entities that are claimants of the Debtors in matters totally unrelated to these pending chapter 11 cases. "Quan, Burdette & Perez" does not and will not represent any such entity in connection with these pending chapter 11 cases and does not have any relationship with any such entity, attorneys, or accountants that would be adverse to the Debtors or their estates.

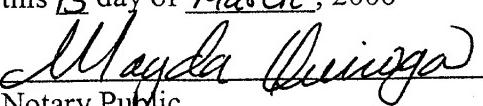
9. Neither I, "Quan, Burdette & Perez", nor any partner, auditor or other member thereof, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors, or their estates in the matters upon which "Quan, Burdette & Perez" is to be engaged.

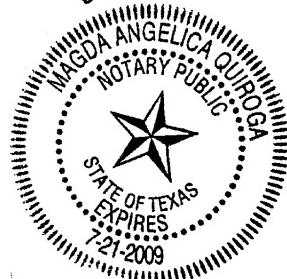
10. The foregoing constitutes the statement of "Quan, Burdette & Perez" pursuant to sections 329 and 504 of the Bankruptcy Code and Bankruptcy Rules 2014 and 2016(b).

FURTHER AFFIANT SAYETH NOT


JOHN W. MEYER

Subscribed and sworn before me
this 13 day of March, 2006


Magda Angelica Quiroga
Notary Public



CERTIFICATE OF SERVICE

John W. Meyer, Partner, hereby certifies that on March 13, 2006, served a copy of the Affidavit of Legal Ordinary Counsel Professional, upon the following interested parties via first class mail:

Delphi Corporation
Attention: General Counsel
5725 Delphi Drive
Troy, MI 48098
U.S.A.

Skadden, Arps, Slate, Meagher & Flom
Attention: John W. Butler, Jr., Esq.
333 West Wacker Drive
Suite 2100
Chicago, IL 60606
U.S.A.

United States Trustee
Attention: Alicia M. Leonhard, Esq.
33 Whitehall Street
Suite 2100
New York, N.Y. 10044
U.S.A.

Latham & Watkins
Attention: Mark A. Broude, Esq.
885 Third Avenue
New York, N.Y. 10022
U.S.A.

Simpson Thacher & Bartlett LLP
Attention: Marissa Wesley, Esq.
425 Lexington Avenue
New York, N.Y. 10017
U.S.A.

Davis Polk & Wardwell
Attention: Marlane Melican, Esq.
450 Lexington Avenue
New York, N.Y. 10017
U.S.A.

Dated March 13, 2006

Sworn before me this 13th
day of March, 2006.

Meyda Quiroga
Notary Public

